

EXHIBIT I

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION

MENZIES AVIATION, INC., and
MENZIES AVIATION COLUMBIA,
S.A.S,

Plaintiffs,

V.

ASTROPHYSICS, INC.,

Defendant.

[illegible]

C.A. NO. 3:24-cv-00057-N

DECLARATION OF JOHN PRICE

1. My name is John Price. I am the Vice President of Finance at Astrophysics, Inc. (“Astrophysics”). I am over the age of 18. I have personal knowledge of and am otherwise competent to testify to the matters stated herein, which are true and correct to the best of my knowledge.

2. Astrophysics is a Delaware corporation with its principal place of business in City of Industry, California.

3. Based on the proposal attached as Exhibit 1,¹ on August 16, 2023, Astrophysics received the Purchase Order attached as Exhibit 2 from Menzies Aviation Colombia S.A.S (“Menzies-Colombia”) for six x-ray machines (“Machines”) and related services, including delivery to and installation and maintenance of the Machines in facilities located in Colombia (the “Purchase Order”).

¹ The attached Exhibits are true and correct copies of the referenced documents with redactions to protect confidential and proprietary information.

4. Pursuant to the Purchase Order, Astrophysics assembled the Machines at facilities located in California or Tijuana, Mexico to be shipped, upon completion, from California for delivery and installation as instructed by Menzies-Colombia at Aeropuerto Jose Maria Cordoba in Rionegro, Antioquia, Colombia.

5. Astrophysics' communications regarding the Purchase Order, including confirmation and fulfillment of same, were with representatives of Menzies-Colombia as reflected by the Order Confirmation, as revised, attached as Exhibit 3.² When delivery and TSA-approval issues with the Machines arose, Astrophysics had communications with Menzies-Colombia, as well as several representatives of "Menzies Aviation" with e-mail signature blocks indicating United States locations, including "Grapevine, TX" and "Rockford (RFD) USA." However, those persons did not identify themselves to Astrophysics as representatives of Menzies Aviation, Inc. or indicate they were acting on behalf of any entity other than Menzies-Colombia.

6. Astrophysics' and Menzies-Colombia's dispute over the Machines and fulfillment of the Purchase Order has no connection to Texas.

7. Astrophysics does not systematically do business in Texas or currently maintain a business location in Texas. It currently employs one field service technician who is based in Texas but travels worldwide, as needed; and he and Astrophysics' other field service technicians periodically perform installation and maintenance services in Texas, as needed, on x-ray machines sold to customers located in Texas.

² The two "SYSTEM CONFIGURATION" tabs included in this Excel file have been omitted to protect confidential and proprietary information contained therein. Exhibit 3 is a true and correct copy of the redacted Order Confirmation tab of the Excel file.

I, John Price, declare under penalty of perjury that the foregoing is true and correct. Executed on this 1st day of March, 2024.

John Price



**ASTROPHYSICS[®]**

From

Astrophysics Inc

21481 Ferrero Parkway
City of Industry, California, 91789
United States

Phone: 19095985488
Email: jflores@astrophysicsinc.com
Web: www.astrophysicsinc.com

To

Menzies Aviation Colombia S.A.S. Rio Negro

Aeropuerto Rio Negro
Medellin

Colombia
Phone: 57-4-444-4444

Incoterm: [REDACTED]

Amount in US Dollars currency

Description	U.P. (net)	Qty	Total (excl.)
[REDACTED] X Ray Inspection Unit [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]	[REDACTED]	1	[REDACTED]
[REDACTED] X Ray Inspection System [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED] [REDACTED]	[REDACTED]	5	[REDACTED]

Availability delay: [REDACTED]

Total (excl. tax) [REDACTED]

Check payments (including tax) are payable to Astrophysics Inc., send to
21481 Ferrero Parkway

City of Industry, CA 91789

USA

Payment by transfer to the following bank account:

Bank: East West Bank

Bank code	Account number
[REDACTED]	[REDACTED]

Address: 9300 Flair Drive 4th Floor

El Monte, CA 91731

Account owner name: Astrophysics Inc.

BIC/SWIFT code: [REDACTED]

Written acceptance, company stamp, date and signature

**DECLARATION
EXHIBIT****1**

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Orden de Compra Purchase Order

Número/Number: **CO1 030241**Fecha Orden/Order Date: **16/08/2023**Fecha de Entrega/Del. Date: **18/08/2023****Proveedor/Supplier:**

ASTROPHYSICS INC
21481 Ferrero Parkway
City of Industry CA 91789 USA
CALIFORNIA
INTERNACIONAL
USA

Tax Id 20-2078464
Tel: +1(909)598-5488
Fax:

Código Proveedor/ V01284

Supplier Code :

Centro de Costos /Cost MDE ADGO #
Centre:

Dirección de Entrega/Deliver To:

Menzies Aviation Colombia
Aeropuerto Jose Maria Cordoba
Area Restringida Plataforma HD4
Rionegro, Antioquia
Colombia

Tel: 315-609-6109

Fax:

Contacto/Contact:

Yeraldinne Medina

yeraldinne.medina@menziesaviation.com**Facturar a/Invoice To:****Menzies Aviation Colombia S.A.S**

Aeropuerto El Dorado
Avenida Calle 26 No 106-39
Terminal de Carga, Oficina 310
Bogotá, Colombia.

Tel: 5870777

Fax:

Descripción/Description	Ctd/Qty	Precio Unitario /Unit Price	Total (ex. IVA)
X Ray Inspection [REDACTED]	1.00	[REDACTED]	[REDACTED]
[REDACTED]			
[REDACTED]			
[REDACTED]			
[REDACTED]			
X Ray Inspection System [REDACTED]	5.00	[REDACTED]	[REDACTED]
[REDACTED]			
[REDACTED]			
[REDACTED]			
[REDACTED]			
Factory Delivery Date for import: [REDACTED]	1.00	0.01	0.01
Installation and commissioning date: Maximum [REDACTED]			
[REDACTED]			
Incoterm : [REDACTED]			

Total Orden en/Total Net USD [REDACTED]

Total IVA [REDACTED]

Total Orden en/Total Order [REDACTED]

DECLARATION
EXHIBIT

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EXCELLENCE FROM TOUCHDOWN TO TAKEOFF



Importante: El número de la Orden de Compra debe incluirse en todos los documentos incluyendo remisiones y facturas.

En caso de no incluirse en su factura el número de Orden de Compra, remisión, dirección de entrega y dirección de facturación, pueden presentarse demoras en el pago.

Important: The Purchase Order Number must be quoted on ALL documents, delivery notes and invoices relating to this order. Failure to use the Purchase Order Number, Delivery and Invoice Address could delay payment.



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